

# HELM

**FINANCIAL CORPORATION**

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

18250  
REGISTRATION NO. FILED 1425

JUN 2 1993 9:55 AM

VIA AIR COURIER

May 28, 1993

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

Dear Ms. Lee:

Enclosed is a Memorandum of Lease of Railroad Equipment dated as of April 28, 1993 between the following parties:

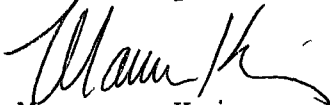
|         |   |
|---------|---|
| Lessor: | Helm Financial Corporation<br>One Embarcadero Center, Suite 3500<br>San Francisco, CA 94111           |
| Lessee: | Grand Trunk Western Railroad<br>Incorporated<br>1333 Brewery Park Boulevard<br>Detroit, MI 48207-2699 |

The equipment involved in this transaction is as follows:

|            |   |
|------------|---|
| Equipment: | Six (6) Locomotives (See Annex A for Car Numbers) |
|------------|---|

Please file this agreement as a primary document. The filing fee of \$16.00 is included in the enclosed check.

Sincerely,



Maureen Krieg  
Contract Administrator

mek  
Enclosures (2)

**Interstate Commerce Commission**  
Washington, D.C. 20423

6/2/93

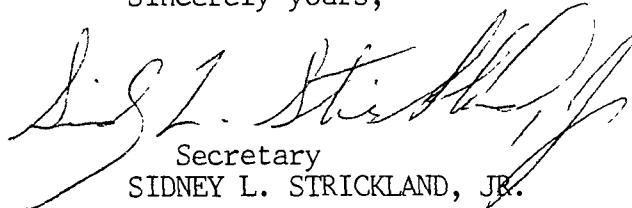
OFFICE OF THE SECRETARY

**Maureen Krieg**  
**Contract Administrator**  
**Helm Financial Corporation**  
**One Embarcadero Center**  
**San Francisco, California 94111**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **6/2/93** at **9:55am**, and assigned recordation number(s). **16738-A 18249 & 18250**

Sincerely yours,

  
Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

JUN 2 1993 9:56 AM

MEMORANDUM OF  
LOCOMOTIVE LEASE AGREEMENT INTERSTATE COMMERCE COMMISSION

THIS MEMORANDUM OF LOCOMOTIVE LEASE AGREEMENT ("Memorandum of Lease") made as of April 28, 1993 is intended to evidence the Locomotive Lease Agreement dated as of April 15, 1993 (the "Lease") between HELM FINANCIAL CORPORATION, a California corporation ("Lessor"), and GRAND TRUNK WESTERN RAILROAD INCORPORATED, a Michigan corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to lease the six (6) locomotives, more fully described in Annex A hereto (the "Units"). Lessee leased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

LESSOR

LESSEE

HELM FINANCIAL CORPORATION

GRAND TRUNK WESTERN RAILROAD  
INCORPORATED

By: 

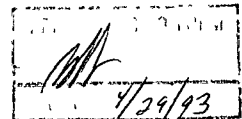
By: 

Title: President

Title: V.P. US OPERATIONS

Date: May 7, 1993

Date: May 3 1993



**ANNEX A**

**To the Memorandum of Lease**

**Dated April 28, 1993**

**Equipment Description:**

Six (6) 3,000 H.P. Model SD40 Diesel Electric Locomotives

**Reporting Marks  
and Numbers**

|      |     |
|------|-----|
| HLCX | 001 |
| HLCX | 002 |
| HLCX | 005 |
| HLCX | 013 |
| HLCX | 015 |
| HLCX | 016 |

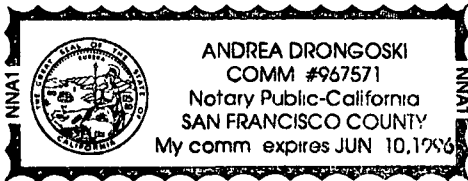
STATE OF CALIFORNIA

COUNTY OF SAN FRANCISCO

On May 7, 1993, before me, Andrea Drongoski,  
personally appeared Richard C. Kirchner, President of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Andrea Drongoski  
SIGNATURE OF THE NOTARY

STATE OF MICHIGAN

COUNTY OF WAYNE

)  
) S  
)

On this 3rd day of May, 1993, before me personally appeared David L. Wilson, to me personally known, who, being by me duly sworn, says that he is Vice President Operations of **GRAND TRUNK WESTERN RAILROAD INCORPORATED**, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

J. A. Brewer  
Notary Public

My Commission Expires:

J. A. BREWER  
NOTARY PUBLIC - WAYNE COUNTY, MICH.  
MY COMMISSION EXPIRES 9-28-93

[Notarial Seal]

